

## FINAL TERMS

These final terms (the **Final Terms**) constitute the final terms within the meaning of Article 8(4) of Regulation (EU) 2017/1129 of the European Parliament and of the Council on the prospectus to be published when securities are offered to the public or admitted to trading on a regulated market (the **Prospectus Regulation**) and contain a bond programme supplement relating to the issue of the below specified bonds (the **Bonds**). The complete prospectus consists of (i) these Final Terms and (ii) the base prospectus of KKCG Financing a.s., with its registered office at Evropská 866/71, Vokovice, Prague 6, Czech Republic, Postal Code: 160 00, ID No.: 215 31 455, registered in the Commercial Register maintained by the Municipal Court in Prague under file No. B 28853, LEI: 3157008MLJ4Z9TFPQQ90 (the **Issuer**), approved by the decision of the Czech National Bank (the **CNB**) ref. no. 2024/068934/CNB/650, file no. S-Sp-2024/00107/CNB/659 dated 19 June 2024, which became final and effective on 20 June 2024, (the **Base Prospectus**). Full information on the Issuer and the offer of the Bonds described herein is only available on the basis of a combination of these Final Terms and the Base Prospectus. The Base Prospectus has been published and is available in electronic form on the Issuer's website investors.kkcg.com (the **Issuer's Website**).

*The Base Prospectus is valid until 20 June 2025.*

*The public offering of the Bonds may continue after the expiry of the Base Prospectus if a subsequent Base Prospectus is approved and published no later than on the last day of the validity of the Base Prospectus. The Issuer's subsequent Base Prospectus will be published on the Issuer's Website. In accordance with Article 8(11) of the Prospectus Regulation, a right of withdrawal pursuant to Article 23(2) shall also apply to investors who have agreed to purchase or subscribe for the securities during the validity period of the previous base prospectus, unless the securities have already been delivered to them.*

*These Final Terms have been prepared for the purposes of Article 8(4) of the Prospectus Regulation and must be read in conjunction with the Base Prospectus and any supplements thereto.*

*In accordance with Article 8(5) of the Prospectus Regulation, these Final Terms have been published on the Issuer's Website and have been filed with the CNB in accordance with the law.*

The Bonds are issued as the first issue under the bond programme of the Issuer with the maximum total nominal value of the outstanding Bonds of CZK 10,000,000,000 (the **Programme**). The wording of the joint terms and conditions, which are the same for each Issue issued under the Programme commencing on 19 June 2024 is set out in the chapter "*Joint Terms and Conditions of the Bonds*" in the Base Prospectus approved by the CNB and published by the Issuer (the **Joint Terms and Conditions**).

Capitalized terms not defined in these Final Terms shall have the meanings ascribed to them in the Base Prospectus unless the context of their use in these Final Terms indicates otherwise.

Investors should consider the risk factors associated with an investment in the Bonds. These risk factors are set out in the section of the Base Prospectus entitled "*Risk Factors*".

These Final Terms were drawn up on 20 June 2024 and the information contained herein is current only as of that date. The Issuer publishes information about itself and the results of its business activities on a regular basis in connection with the fulfilment of its information obligations under the applicable legislation. After the date of these Final Terms, prospective purchasers of the Bonds should base their investment decisions not only on these Final Terms and the Base Prospectus, but also on other information that may have been published by the Issuer after the date of these Final Terms or other publicly available information. This is without prejudice to the obligation of the Issuer to update the Base Prospectus by way of supplements within the meaning of Article 23(1) of the Prospectus Regulation.

The distribution of these Final Terms and the Base Prospectus and the offer, sale or purchase of the Bonds are restricted by law in certain countries. The Issuer has not applied and does not intend to apply for recognition

of the Base Prospectus and the Final Terms in any other jurisdiction and the Bonds will not be registered, authorised or approved by any administrative or other authority of any jurisdiction except for the approval of the Base Prospectus by the CNB.

The Bonds will be placed on the market by the Issuer through Česká spořitelna, a.s., J&T BANKA, a.s., Komerční banka, a.s. and PPF banka a.s. (the **Managers**).

**MiFID II PRODUCT GOVERNANCE / PROFESSIONAL INVESTORS, ELIGIBLE COUNTERPARTIES AND RETAIL INVESTORS TARGET MARKET** – Solely for the purposes of each manufacturer's product approval process, the target market assessment in respect of the Bonds has led to the conclusion that: (i) the target market for the Bonds is eligible counterparties, professional clients and retail clients, each as defined in Directive 2014/65/EU (as amended, **MiFID II**); and (ii) all channels for distribution of the Bonds are appropriate including investment advice, portfolio management, non-advised sales and pure execution services. Any person subsequently offering, selling or recommending the Bonds (a **distributor**) should take into consideration the manufacturers' target market assessment; however, a distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the Bonds (by either adopting or refining the manufacturers' target market assessment) and determining appropriate distribution channels, subject to the distributor's suitability and appropriateness obligations under MiFID II, as applicable.

## ISSUE SPECIFIC SUMMARY

The summary below sets out the key information that investors need to understand the nature and the risks of the Issuer and the Bonds. The summary should be read in conjunction of the Base Prospectus. Capitalised terms used in the summary have the meanings ascribed to them in the Joint Terms and Conditions or any other part of the Base Prospectus.

### 1 INTRODUCTION AND WARNINGS

<b>Warnings</b>	<p>This summary should be read as an introduction to the Base Prospectus and the Final Terms. Any decision to invest in the Bonds should be based on consideration of the Base Prospectus as a whole including any documents incorporated therein and any supplements thereto.</p> <p>Investors could lose all or part of their capital invested in the Bonds in the event that the Issuer does not have sufficient funds to repay the nominal amount of the Bonds and/or to pay the yield of the Bonds corresponding to the Issue Price of the Bonds.</p> <p>The Issuer assumes responsibility for the information contained in this summary. The Issuer can be held liable but only where the summary is misleading, inaccurate or inconsistent, when read together with the Base Prospectus, or where it does not provide, when read together with the Base Prospectus, key information in order to aid investors when considering whether to invest in such securities. In the event that a claim relating to the information contained in the Base Prospectus is brought before a court, the claimant investor might, under national law, be required to bear the costs of translating the Base Prospectus before the legal proceedings are initiated.</p>
<b>Name and international securities identification number (ISIN) of the Bonds</b>	<p>Name of the Bonds Issue: KKCG FINAN 7,75/29.</p> <p>ISIN of the Bonds: CZ0003563009.</p>
<b>The identity and contact details of the Issuer</b>	<p>The issuer of the Bonds is KKCG Financing a.s., with its registered office at Evropská 866/71, Vokovice, Prague 6, Czech Republic, Postal Code: 160 00, ID No.: 215 31 455, registered in the Commercial Register maintained by the Municipal Court in Prague under file No. B 28853, LEI: 3157008MLJ4Z9TFPQQ90.</p> <p>The Issuer may be contacted by telephone at +447961664498 or via email at ir@kkcg.com.</p>
<b>The identity and contact details of persons offering the Bonds and person asking for admission to trading on a regulated market</b>	<p>The placement of the Bonds will be made by the Issuer through the Managers, i.e.:</p> <p>Česká spořitelna, a.s., with its registered office at Olbrachtova 1929/62, 140 00 Prague 4, ID No.: 452 44 782, LEI: 9KOGW2C2FCIOJQ7FF485 (ČS). ČS may be contacted on telephone number +420 800 468 378 (800 INVEST) or via email at csas@csas.cz.</p> <p>J&amp;T BANKA, a.s. with its registered office at Sokolovská 700/113a, Karlín, 186 00 Prague 8, ID No.: 471 15 378, LEI: 3157001000000043842 (J&amp;T BANKA). J&amp;T BANKA may be contacted on telephone number +420 221 710 666 or via email at DealingCZ@jtbank.cz.</p> <p>Komerční banka, a.s., with its registered office at Na Příkopě 969/33, 114 07 Prague 1, ID No.: 453 17 054, LEI: IYKCAVNFR8QGF00HV840 (KB). KB may be contacted on telephone number +420 222 008 522 or via email at corporatefinance@kb.cz.</p> <p>PPF banka a.s., with its registered office at Evropská 2690/17, 160 41 Prague 6, ID No.: 471 16 129, LEI: 31570010000000036567 (PPF). PPF may be contacted on telephone number +420 222 244 255 or via email at info@ppfbanka.cz.</p> <p>The Issuer will apply through the Listing Agent for admission of the Bonds to trading on the Regulated Market of the PSE The Listing Agent is J&amp;T BANKA (<b>Listing Agent</b>), which may be contacted as described above.</p>
<b>The identity and contact details of the competent authority approving the Base Prospectus</b>	<p>The Base Prospectus has been approved by the Czech National Bank (CNB) as the financial market supervisory authority pursuant to Act No. 6/1993 Coll., on the Czech National Bank, as amended, and Article 31 of the Prospectus Regulation.</p> <p>The CNB may be contacted on telephone number +420 224 411 111 or +420 800 160 170.</p>

<b>Date of approval of the Base Prospectus</b>	The Base Prospectus was approved by the CNB in its decision ref. no. 2024/068934/CNB/650, file no. S-Sp-2024/00107/CNB/659 dated 19 June 2024, which became final and effective on 20 June 2024.
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## 2 KEY INFORMATION ON THE ISSUER

### 2.1 Who is the issuer of the securities?

<b>Registered office, legal form of the Issuer, its country of incorporation, ID number, LEI and law under which it operates</b>	<p>The Issuer is a joint-stock company incorporated under the laws of the Czech Republic, with its registered office at Evropská 866/71, Vokovice, Prague 6, Czech Republic, Postal Code: 160 00, ID No.: 215 31 455, registered in the Commercial Register maintained by the Municipal Court in Prague under file No. B 28853, LEI: 3157008MLJ4Z9TFPQQ90.</p> <p>The Issuer is governed in its activities by Czech legislation, in particular Act No. 90/2012 Coll., on Companies and Cooperatives, as amended (the <b>Act on Business Corporations</b>), Act No. 89/2012 Coll., the Civil Code, as amended (the <b>Civil Code</b>).</p>
<b>Principal activities of the Issuer</b>	The issuer is a special purpose company that has not yet conducted any activity. The purpose of the Issuer is to issue the Bonds and provide financing to KKCG AG in the form of an intragroup loan as set out in the relevant Final Terms.
<b>Shareholders of the Issuer</b>	<p>The Issuer's sole shareholder is KKCG AG, with its registered office at Kapellgasse 21, 6004 Lucerne, Switzerland, ID No. CHE-326.367.231 (<b>KKCG AG</b>), which directly owns 100 % of the Issuer's registered capital.</p> <p>KKCG AG is, among others, a shareholder of a group of companies consisting of Allwyn AG, a company existing under the laws of Switzerland with its registered office at Weinmarkt 9, 6004 Lucerne, Switzerland, ID No. CHE-366.705.452 (<b>Allwyn</b>) and its direct and indirect subsidiaries (<b>Group</b>).</p>
<b>Key managing directors of the Issuer</b>	Key managing directors of the Issuer are Mr Petr Luňák and Ms Iva Horčicová, members of the board of directors of the Issuer.
<b>Statutory auditor</b>	The Issuer's auditor is PricewaterhouseCoopers Audit, s.r.o., an independent registered auditor with its registered office at Hvězdova 1734/2c, 140 00 Prague 4, Czech Republic, ID No.: 407 65 521 ( <b>PwC</b> ).

### 2.2 What is the key financial information regarding the Issuer?

<b>Key financial information regarding the Issuer</b>	<p>The following table summarises the key financial data of the Issuer.</p> <p style="text-align: center;"><b>Statement of Financial Position</b> <span style="float: right;"><b>as at 30 April 2024</b></span></p> <p style="text-align: center;"><b>(in CZK thousands)</b></p> <table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 60%;"><b>Total assets</b></td> <td style="text-align: right;">2,000</td> </tr> <tr> <td><b>Total equity</b></td> <td style="text-align: right;">2,000</td> </tr> </table> <p>As the Issuer is a company incorporated for the purpose of issuing the Bonds and has not conducted any business activity prior to the date of approval of the Base Prospectus, the Issuer has only prepared an opening balance sheet as at 30 April 2024, which has been prepared in accordance with EU IFRS. The Opening Balance Sheet has been audited by PwC with an "unqualified" opinion.</p>		<b>Total assets</b>	2,000	<b>Total equity</b>	2,000
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### 2.3 What are the key risks that are specific to the Issuer?

<b>Key risks specific to the Issuer</b>	<ol style="list-style-type: none"> <li><b>Risk associated with a special purpose company</b> - The Issuer is a company established for the purpose of issuing the Bonds, providing proceeds from the issue of the Bonds as intragroup financing and subsequent administration of the loan. The Issuer does not carry out any other business activity, and therefore cannot generate resources from other business activities to repay debts from the Bonds. Although the liabilities arising under the Bonds are secured by a pledge of shares in Allwyn, the Issuer's credit dependence on KKCG AG and its subsidiaries may still negatively affect the Issuer's ability to meet its debts from the Bonds.</li> <li><b>Risk of secondary dependency</b> - The Issuer will use the proceeds from the issuance of the Bonds to provide financing to KKCG AG as set out in these Final Terms. Given that the Issuer itself does not conduct any business activities, the Issuer's ability to repay obligations from the Bonds is dependent on the ability of KKCG AG and its subsidiaries to generate sufficient resources from their activities to repay the obligations to the Issuer.</li> </ol>
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### 3 KEY INFORMATION ON THE SECURITIES

#### 3.1 What are the main features of the securities?

<b>Bonds</b>	<p>Book-entered bonds with a fixed interest rate in an aggregate anticipated nominal value of the Issue of CZK 5,000,000,000, with the possibility of increase up to CZK 10,000,000,000 due 2029, ISIN CZ0003563009. The Bonds will be registered with the Centrální depozitář cenných papírů, a.s., with registered office at Rybná 682/14, Staré Město, 110 00 Prague 1, Czech Republic, ID No.: 250 81 489, registered in the Commercial Register maintained by the Municipal Court in Prague, file number B 4308 (<b>Central Depository</b>).</p> <p>Each Bond is issued with a nominal value of CZK 10,000. The maximum number of Bonds that may be issued is 500,000 and up to 1,000,000 in case of increase of the total nominal amount of the Issue. The Issue Date is 17 July 2024 and the Final Maturity Date is 17 July 2029.</p> <p>The Bonds are issued pursuant to the Bonds Act.</p>																																																
<b>Currency of the Bonds</b>	Czech Crowns (CZK)																																																
<b>Rights attached to the Bonds</b>	<p>The rights and obligations of the Issuer and the Bondholders under the Bonds are governed by the Joint Terms and Conditions and the Final Terms.</p> <p>No pre-emption or exchange rights are attached to the Bonds. The Bonds carry, in particular, the right to payment of the nominal value on the Final Maturity Date and the right to receive the yield on the Bonds. If the Bonds are not redeemed early, the nominal value of the Bonds will be redeemed in a single payment on the Final Maturity Date.</p> <p>The Bonds also carry the right to attend and vote at meetings of the Bondholders convened in accordance with the Bonds Act and the Joint Terms and Conditions and the Final Terms.</p> <p>The Bonds further carry the right of the Bondholders to require the early redemption of the nominal value of the Bonds together with the pro-rata interest accrued on such Bonds if an Event of Default occurs and is continuing and in the event of non-participation in, or voting against a Material Change at a meeting of the Bondholders.</p> <p>On any Interest Payment Date (<b>IPD</b>), the Issuer shall have the right to redeem all or part of the outstanding Bonds (<b>Early Redemption Date</b>) by giving notice to the Bondholders no later than 40 days prior to the relevant Early Redemption Date.</p> <p>If the Issuer exercises its right to redeem the outstanding Bonds under the Issue early (in whole or in part), it is obliged to pay the full outstanding nominal value of the Bonds, the corresponding interest income accruing on the amount of such early redeemed nominal value of the Bonds as of the Early Redemption Date and the extraordinary interest income (<b>Premium</b>) determined as a percentage of the nominal value of the Bonds, as set out in the following table:</p> <table border="1" data-bbox="368 1350 1433 1592"> <thead> <tr> <th>IPD</th> <th>Premium</th> <th>IPD</th> <th>Premium</th> <th>IPD</th> <th>Premium</th> <th>IPD</th> <th>Premium</th> </tr> </thead> <tbody> <tr> <td>17.10.2024</td> <td>14.710 %</td> <td>17.01.2026</td> <td>6.065 %</td> <td>17.04.2027</td> <td>1.744 %</td> <td>17.07.2028</td> <td>0.775 %</td> </tr> <tr> <td>17.01.2025</td> <td>13.059 %</td> <td>17.04.2026</td> <td>4.216 %</td> <td>17.07.2027</td> <td>1.550 %</td> <td>17.10.2028</td> <td>0.581 %</td> </tr> <tr> <td>17.04.2025</td> <td>11.369 %</td> <td>17.07.2026</td> <td>2.325 %</td> <td>17.10.2027</td> <td>1.356 %</td> <td>17.01.2029</td> <td>0.000 %</td> </tr> <tr> <td>17.07.2025</td> <td>9.641 %</td> <td>17.10.2026</td> <td>2.131 %</td> <td>17.01.2028</td> <td>1.163 %</td> <td>17.04.2029</td> <td>0.000 %</td> </tr> <tr> <td>17.10.2025</td> <td>7.873 %</td> <td>17.01.2027</td> <td>1.938 %</td> <td>17.04.2028</td> <td>0.969 %</td> <td>17.07.2029</td> <td>0.000 %</td> </tr> </tbody> </table> <p>If a Change of Control occurs, a Bondholder may, at its own discretion, request the Issuer to purchase its Bonds before the Final Maturity Date of the Bonds, by a written notice addressed to the Issuer and delivered to the Fiscal and Paying Agent to the address of the Specified Office (<b>Buyback Notice</b>), always for 101 % of the outstanding nominal amount of its Bonds on the Buyback Date increased by interest accrued and due as of the Buyback Date and the Issuer must purchase the Bonds of the relevant Bondholder within (and including) 30 days after the Bondholder delivered the Buyback Notice to the Fiscal and Paying Agent.</p> <p>The Buyback Notice must be delivered to the Fiscal and Paying Agent no later than 30 days after the day when the Bondholder learned, or could have learned, about the Change of Control.</p> <p>The Issuer, or any of the Issuer's affiliates, is authorised to purchase the Bonds in the market or otherwise at any price.</p>	IPD	Premium	IPD	Premium	IPD	Premium	IPD	Premium	17.10.2024	14.710 %	17.01.2026	6.065 %	17.04.2027	1.744 %	17.07.2028	0.775 %	17.01.2025	13.059 %	17.04.2026	4.216 %	17.07.2027	1.550 %	17.10.2028	0.581 %	17.04.2025	11.369 %	17.07.2026	2.325 %	17.10.2027	1.356 %	17.01.2029	0.000 %	17.07.2025	9.641 %	17.10.2026	2.131 %	17.01.2028	1.163 %	17.04.2029	0.000 %	17.10.2025	7.873 %	17.01.2027	1.938 %	17.04.2028	0.969 %	17.07.2029	0.000 %
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<b>The relative seniority of the Bonds in the event of Issuer's insolvency</b>	The Bonds constitute direct, general, unconditional and unsubordinated liabilities of the Issuer secured by the Security (as defined in the Joint Terms and Conditions) which rank and will rank <i>pari passu</i> among themselves and at least <i>pari passu</i> with any present and future unsubordinated and in the same or similar manner secured liabilities of the Issuer, with the exception of liabilities treated preferentially under applicable mandatory laws. Under the same conditions, the Issuer must treat all Bondholders equally.
<b>Transferability of the Bonds</b>	The transferability of the Bonds is not restricted.
<b>Yield of the Bonds</b>	The Bonds bear a fixed interest rate of 7.75% per annum.

### 3.2 Where will the securities be traded?

<b>Admission of the Bonds to a regulated or other market</b>	The Issuer, through the Listing Agent, will apply for admission of the Bonds to trading on the Regulated Market of the PSE.
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### 3.3 Is there a guarantee attached to the securities?

<b>Description of the nature and scope of the guarantee</b>	There is no guarantee attached to the Bonds. The liabilities of the Issuer arising from the Bonds will be secured by initial security established in favour of the Bondholders, and the Security Agent, respectively, under (i) an initial agreement creating a security interest in respect of up to 25% of shares in Allwyn or, as applicable, any securities account where shares in Allwyn may be held from time to time, including any nominee account, or any rights arising from an entry in a securities register enabling the entitled person to directly or indirectly deal or restrict dealing with the Allwyn shares in a way similar to a due possessor (including by way of a control agreement) between the Pledgee and the Parent as Pledgor, as amended, supplemented or restated from time to time (the <b>Initial Security Agreement</b> ), (ii) if necessary, one or more additional agreements creating a security interest in respect of shares in Allwyn, any securities account where shares in Allwyn may be held from time to time, including any nominee account, or any rights arising from an entry in a securities register enabling the entitled person to directly or indirectly deal or restrict dealing with the Allwyn shares in a way similar to a due possessor (including by way of a control agreement) between the Pledgee and the Pledgor, as amended, supplemented or restated from time to time (the <b>Additional Security Agreements</b> and each the <b>Additional Security Agreement</b> and the <b>Initial Security Agreement</b> , together with the <b>Additional Security Agreements</b> , the <b>Security Agreements</b> and each a <b>Security Agreement</b> ), and (iii) Czech law pledge over the receivables arising under a framework intra-group loan agreement entered between the Issuer as lender and KKCG AG as borrower by virtue of which the proceeds of the Issues will be made available to KKCG AG as amended, supplemented or restated from time to time (the <b>Czech Receivables Pledge Agreement</b> and, together with the <b>Initial Security Agreement</b> , the <b>Initial Security Documents</b> and, the <b>Initial Security Documents</b> together with the <b>Additional Security Documents</b> (as defined in Condition 4 of the Joint Terms and Conditions), as may be replaced from time to time as a result of the <b>Permitted Security Replacement</b> , the <b>Security Documents</b> , and the pledges or other security interests created under the <b>Initial Security Documents</b> together as <b>Initial Security</b> and, the <b>Initial Security</b> together with the <b>Additional Security</b> (as defined in Condition 4 of the Joint Terms and Conditions), the <b>Security</b> ).
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### 3.4 What are key risks that are specific to the securities?

<b>Key risks that are specific to the Bonds</b>	<p>Risk factors specific to the Bonds include in particular the following legal and other facts:</p> <ol style="list-style-type: none"> <li><b>Liquidity risk</b> – Notwithstanding the intention to admit the Bonds to trading on a regulated market, there can be no assurance that the Bonds will in fact be admitted to trading, that a sufficiently liquid secondary market will develop or, if one does develop, that such secondary market will be sustained. The fact that Bonds may be admitted to trading on a regulated market will not necessarily result in greater liquidity for such Bonds than for Bonds not admitted to trading on a regulated market.</li> <li><b>Return on investment in the Bonds may be affected by the interest rate</b> – Investment in Bonds which bear interest at a fixed rate, involves the risk that subsequent changes in market interest rates may adversely affect the value of the Bonds. The holder of a Bond with a fixed interest rate is exposed to the risk of a decrease in the price of such a Bond as a result of changes in the market interest rates – the CNB has been continuously lowering the two-week repo rate to the current 5.25% applicable from 3 May 2024. While the nominal interest rate is fixed for the term of the existence of the Bonds, the current interest rate on the capital market usually changes daily. As the market interest rate changes, the price of the fixed-rate Bond</li> </ol>
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	<p>changes too, but it does so inversely. If the market interest rate increases, the price of the fixed-rate Bond usually drops to a level where the yield of such a Bond roughly equals the market interest rate. On the contrary, if the market interest rate decreases, the price of the fixed rate Bond usually rises to a level where the yield of such a Bond roughly equals the market interest rate. This fact may have an adverse impact on the value and development of the investment in the Bonds.</p> <p>3. <b>If a Bondholder owns Bonds denominated in a currency other than its home currency, it is exposed to currency exchange rate movements and possible currency restrictions that may adversely affect the value of such Bondholder's Bonds</b> – The Issuer will pay principal and interest on the Bonds in CZK. This presents certain currency exchange risks if the financial activities of the Bondholder are predominantly denominated in another currency than the currency of the Bond. These include the risk of significant changes in currency exchange rates (including changes caused by devaluation of the Bond Currency or revaluation of the Investor Currency) and the risk that authorities with jurisdiction over the Investor Currency and/or the Bond Currency may impose or modify currency restrictions.</p> <p>4. <b>The Bonds may be subject to repurchase or early redemption risk</b> – The Issuer has the right to redeem the Bonds before their maturity date. If the Issuer redeems any Bonds prior to their maturity date, the Bondholder shall be exposed to the risk of a lower than expected yield by reason of such early redemption. For example, the Issuer may exercise its option right if the yield of comparable Bonds in the capital markets declines, which means that an investor may only be able to reinvest the redeemed proceeds in Bonds with a lower yield. In addition, the possibility of early redemption may limit the market price of the Bonds for as long as such early redemption is possible or in the period preceding such possible early redemption.</p>
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#### 4 KEY INFORMATION ON THE OFFER OF SECURITIES TO THE PUBLIC AND THE ADMISSION TO TRADING ON A REGULATED MARKET

##### 4.1 Under which conditions and timetable can I invest in this security?

<b>Conditions of the public offering</b>	<p>The Bonds will be offered to investors in the Czech Republic by the Issuer through the Managers by way of public offering under Article 2(d) of the Prospectus Regulation between 20 June 2024 – 8 July 2024.</p> <p>The Bonds will be issued in tranches during the Subscription Period or during the Additional Subscription Period.</p> <p>Participation in the public offer is subject to proof of the investor's identity with a valid identity document.</p> <p>In connection with the placing of an order, investors are obliged to enter into a commission/brokerage/investment services agreement with the relevant Manager for, inter alia, the purpose of opening a securities account in the investment instruments register of the Central Depository (provided that such account has not already been established). Such investors are further obliged to open a CZK denominated cash account with the relevant Manager with a sufficient credit balance for the purpose of settling the purchase of the Bonds (the maintenance of such account will be subject to fees in accordance with the standard price list of the relevant Manager for CZK denominated cash accounts), or may be required by the relevant Manager to submit other necessary documents and identification data.</p>
<b>Expected timetable for the public offer</b>	The Bonds will be offered from 20 June 2024 to 8 July 2024.
<b>Information regarding admission to trading on a regulated market</b>	The Issuer will apply through the Listing Agent for admission of the Bonds to trading on the Regulated Market of the PSE.
<b>Plan for distribution and public offer of the Bonds</b>	The Issuer, through the Managers, intends to offer the Bonds by way of a public offering to all categories of investors in the Czech Republic and to selected qualified investors (and, where applicable, to other investors on terms that do not require the offeror to prepare and publish a prospectus in the relevant country) abroad, always in accordance with the relevant laws and regulations applicable in each country in which the Bonds are to be offered.

	<p>Investors will always be contacted by the relevant Manager (in particular by means of remote communication) and invited to place an order to purchase the Bonds (<b>Order</b>).</p> <p>On the Issue Date or, in the case of Bonds issued in tranches after the Issue Date, on the relevant Settlement Date pursuant to the Subscription Agreement, the Bonds will be subscribed for by the relevant Manager against payment of the issue price of the Bonds to the Issuer pursuant to the Subscription Agreement. Subsequently, on the same date, the Bonds, other than those which continue to be held by and offered through the relevant Manager (in accordance with the Prospectus Regulation), will be sold by such Manager to end investors.</p> <p>The relevant Manager will satisfy the instructions for the subscription of the Bonds submitted by the end investors and arrange for the transfer of the Bonds to the individual investors' securities accounts held in the relevant records of the Central Depository against payment of the Issue Price, on the Issue Date or, in the case of Bonds issued in tranches after the Issue Date, on the relevant date of issue of such tranche of Bonds and as instructed by the end investor and on the terms and conditions set out in the agreement between the relevant Manager and the end investor. At the same time, the relevant Manager shall collect from the cash account of the end investor an amount equal to the issue price for the Bonds.</p> <p>Minimum order amount: CZK 10,000</p> <p>The maximum aggregate nominal amount of Bonds requested by an individual investor in an Order is limited to the aggregate anticipated nominal value of the Bonds offered. If the volume of Orders exceeds the volume of the Issue, the Managers shall be entitled to shorten investors' bids at their sole discretion (if the investor has already paid the respective Manager the full price for the Bonds originally requested in the order, the relevant Manager shall send back any overpayment without undue delay to the account communicated to the relevant Manager by the investor).</p> <p>The final nominal value of the Bonds allocated to each investor will be indicated in the confirmation of acceptance of the offer which will be sent by the Managers to each investor (in particular by means of remote communication). The investor shall not be able to trade the subscribed Bonds prior to the delivery of this confirmation. The period during which the public offer will be open is from 20 June 2024 to 8 July 2024. The public offer may be terminated if the whole volume of the Issue has been subscribed for by investors or based on a decision of the Issuer.</p> <p>The purchase price for the Bonds issued on the Issue Date corresponds to 100% of the nominal value of the Bonds. The purchase price for the Bonds issued (in tranches) after the Issue Date in the event of a public offering in connection with the primary subscription of Bonds within the Subscription Period or the Additional Subscription Period will be determined based on a joint decision of the Issuer and the Managers at all times on the basis of current market conditions and will be published periodically on the Issuer's Website (investors.kkcg.com) and on the website of each respective Manager – www.kb.cz (in the section <i>About Bank, Obligatory Published Information, Information on Securities, Bond Issues of KB clients</i> (in case of KB), www.csas.cz (in the section <i>Podpora a Dokumenty – Dokumenty ke stažení – Prospekty a emisní dodatky</i>) (in case of ČS), www.jtbank.cz, (in the section <i>Důležité informace, Emise cenných papírů, KKCG Financing a.s.</i>)) (in case of J&amp;T BANKA), www.ppfbanka.cz, in the section <i>Important documents, Securities</i> (in case of PPF).</p>
<p><b>An estimate of the total costs associated with the Issue or public offer</b></p>	<p>The costs of preparing the Issue are estimated at approximately CZK 126 million and in the event of an increase in the total nominal amount of the Issue up to the maximum amount, such costs are estimated at approximately CZK 234 million.</p> <p>In connection with the acquisition of the Bonds through ČS, the investor in the Bonds will be charged a fee of 0.25 % of the nominal amount of the Bond to be acquired. It may also be charged regular fees for the keeping of an investment account, which as of the date of these Final Terms, do not exceed 0.04 % per annum of the aggregate nominal amount of the Bonds in such an account, but will be at least CZK 25 per calendar quarter.</p> <p>In connection with the acquisition of the Bonds through J&amp;T BANKA, the investor in the Bonds will be charged fees according to the current standard price list of J&amp;T BANKA published on the website of J&amp;T BANKA www.jtbank.cz, in the section <i>Important information, Fee schedule (Důležité informace, Sazebník poplatků)</i>. As at the date of these Final Terms, such fees amount to 0.15% of the trading volume of the Bonds to be acquired pursuant to the subscription order, subject to a minimum of CZK 2,000.</p> <p>In connection with the acquisition of the Bonds through KB, the investor in the Bonds will be charged, in accordance with the current KB pricelist and subscription instruction a fee of 0.25 % of the nominal amount of the Bond to be acquired. The fee is calculated on the volume of the trade, excluding accrued interest, whereas the Central Depository fee may be added to these fees. Each</p>



	<p>investor who buys the Notes from KB will pay the regular fees of KB for keeping the securities account according to the current KB pricelist published on the website <a href="http://www.kb.cz">www.kb.cz</a> in the section <i>Price lists, Price list of Business products, Individuals (Ceny a sazby, Sazebníky KB, Občané)</i>. As at the date of these Final Terms, these costs will not exceed 0.02 % per annum of the aggregate nominal amount of the Bonds in such an account (plus value added tax, if applicable) but will be at least CZK 15 per month.</p> <p>In connection with the acquisition of the Bonds through PPF, the investor in the Bonds will not be charged any upfront nor safekeeping fee.</p> <p>The investor may be required to pay additional fees charged by the intermediary of the purchase or sale of the Bonds, the person keeping the records of the Bonds, the person who performs the clearing of the Bonds transaction, or by another person, e.g. fees for opening and maintaining an investment account, for arranging the transfer of the Bonds, services related to custody of the Bonds, their registration</p>
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#### 4.2 Who is the offeror and/or the person asking for admission to trading?

<b>Description of the persons offering the Bonds</b>	<p>The Bonds will be placed on the market by the Issuer through the Managers, i.e. Česká spořitelna, a.s., J&amp;T BANKA, a.s., Komerční banka, a.s. and PPF banka a.s.</p> <p>The Managers are banks and their activities are governed by Czech legislation, in particular the Civil Code, the Act on Business Corporations, the Act No. 21/1992 Coll., on Banks, as amended (the <b>Act on Banks</b>), and the Act No. 256/2004 Coll., on Conducting Business in the Capital Market (the <b>Capital Market Act</b>).</p>
<b>Description of the person asking for admission to trading on a regulated market</b>	<p>The Issuer will apply through the Listing Agent for admission of the Bonds to trading on the Regulated Market of the PSE. The Listing Agent is a bank and its activities are governed by Czech legislation, in particular the Civil Code, the Act on Business Corporations, the Act on Banks and the Capital Market Act.</p>

#### 4.3 Why is this base prospectus being produced?

<b>Use and estimated net amounts of the proceeds</b>	<p>The Issuer will provide an amount of the net proceeds to KKCG AG through an intragroup loan and KKCG AG will use such amount to refinance its outstanding financial indebtedness (or a portion thereof), finance its investment activities and operations, finance the distribution of dividends to its shareholders and/or for general corporate purposes outside of the gaming sector.</p> <p>The costs of preparing the Issue are estimated at approximately CZK 126 million and in the event of an increase in the total nominal amount of the Issue up to the maximum amount, such costs are estimated at approximately CZK 234 million. The net proceeds of the Issue obtained by the Issuer (if the expected total nominal amount of the Issue is issued) will be approximately CZK 4 874 million and if the total nominal amount of the Issue is increased up to the total maximum amount, the net proceeds of the Issue will be approximately CZK 9 766 million. The entire proceeds will be used for the above-described purpose.</p>
<b>Placement of the Bonds</b>	<p>The Managers have undertaken to use their best efforts as may be reasonably required to locate potential investors in the Bonds and to place and sell the Bonds to such investors. The offering of the Bonds will thus be made on a "best efforts" basis, i.e. the Managers will use all efforts that may reasonably be required of them to place (i.e. subscribe for or purchase by investors) the Bonds in the Issue, but in the event that such placement fails, the Managers will not be obliged to subscribe for and purchase any further Bonds expected to be issued under the Issue. Neither the Managers nor any other persons have assumed any firm obligation to the Issuer to subscribe for or purchase Bonds in connection with the Issue.</p>
<b>Material conflicts of interest pertaining to the offer or the admission to trading</b>	<p>To the Issuer's knowledge, no person or entity participating in the Issue or offering of the Bonds has an interest in such Issue or offering that is material to such Issue or offering of the Bonds except for J&amp;T BANKA, which also serves as Manager, Fiscal and Paying Agent, Security Agent, Common Representative, Calculation Agent and Listing Agent for the Issue.</p>

## 1. RESPONSIBILITY STATEMENT

### 1.1 Persons responsible for the information contained in the Final Terms


The person responsible for the accuracy and completeness of the information contained in these Final Terms is the Issuer, KKCG Financing a.s., with its registered office at Evropská 866/71, Vokovice, Prague 6, Czech Republic, Postal Code: 160 00, ID No.: 215 31 455, registered in the Commercial Register maintained by the Municipal Court in Prague under file No. B 28853.

### 1.2 Declaration of the Issuer

The Issuer declares that, to the best of its knowledge, the information contained in these Final Terms is in accordance with the facts and that these Final Terms make no omission likely to affect their import.

In Prague on 20 June 2024

**KKCG Financing a.s.**



Name: Iva Horčicová  
Position: Chairman of the Board of Directors

Name: Petr Luňák  
Position: Member of the Board of Directors

## 2. BOND PROGRAMME SUPPLEMENT

This bond programme supplement dated 20 June 2024 and prepared in relation to the Bonds (the **Pricing Supplement**) constitutes a supplement to the Joint Terms and Conditions as the joint terms and conditions of the Programme within the meaning of Section 11(3) of the Bonds Act.

This Pricing Supplement and the Joint Terms and Conditions together form the complete Terms and Conditions of the below specified issue of Bonds under the Programme.

The Pricing Supplement and the Joint Terms and Conditions have to be read and interpreted altogether. In case of any discrepancy between the Joint Terms and Conditions and this Pricing Supplement, the provisions of this Pricing Supplement will prevail; however, this does not affect the Joint Terms and Conditions in relation to any other Issue under the Programme.

The following parameters of the Bonds specify and supplement, in connection with this Issue, the Joint Terms and Conditions published earlier in the manner described above. The terms and conditions indicated in the table below as “not applicable” do not apply to the Bonds.

The capitalised terms used in this Pricing Supplement have the same meaning as ascribed to them in the Joint Terms and Conditions, unless otherwise defined in this Pricing Supplement.

The Bonds are issued under Czech law, in particular pursuant to the Bonds Act.

## PART A – CONDITIONS OF THE ISSUE

1. ISIN of the Bonds: CZ0003563009
2. Condition 4 of the Joint Terms and Conditions (Obligations of the Issuer): applicable
3. Nominal value of each Bond: CZK 10,000
4. Aggregate anticipated nominal value of the Issue: CZK 5,000,000,000
5. Issuer's right to increase the total nominal value of the Issue and conditions of such increase: yes; the Issuer has the right to increase the total nominal value of the Issue; the amount of such increase will not exceed CZK 5,000,000,000
6. Quantity of Bonds: 500,000; up to 1,000,000 in case of increase of the total nominal value of the Issue
7. Currency of the Bonds: CZK
8. Specified Currency (if different than the currency of Bonds set out in 7 above): not applicable
9. Issue Method: The Bonds will be issued in tranches during the Subscription Period or during the Additional Subscription Period.
10. Name of the Bonds Issue: KKCG FINAN 7,75/29
11. Issue Date: 17 July 2024
12. Final Maturity Date: 17 July 2029
13. Subscription period: 20 June 2024 – 8 July 2024
14. Issue Price of the Bonds issued on the Issue Date: 100% of the nominal value of the Bonds
15. Day Count Fraction: BCK Standard 30E/360  
  
The Day Count Fraction also applies in respect of the calculation of interest on the Bonds accrued for the period of one current year.
16. **Fixed Rate Bonds:** applicable
  - 16.1 Interest rate: 7.75% p.a.
  - 16.2 Interest Payment Dates: On 17 July, 17 October, 17 January and 17 April each year, whereas the first Interest Payment Date falls on 17 October 2024 .

For the purposes of determining the start of any Interest Period, the Interest Payment Date will be adjusted pursuant to the Business Day Convention.

- 17. **Floating Rate Bonds:** not applicable
- 18. Other value that the Issuer will pay to the Bondholders at final maturity: not applicable
- 19. Record Date for Interest Payment: as per Condition 15
- 20. Record Date for Nominal Amount Repayment: as per Condition 15
- 21. Early redemption at the option of the Issuer under Condition 6.4 of the Joint Terms and Conditions: applicable
  - 21.1 The Issuer is entitled to redeem early the nominal value of the Bonds partially: applicable
  - 21.2 Minimum Prepayment Amount: not applicable
  - 21.3 Maximum Prepayment Amount: not applicable
  - 21.4 Dates on which the Issuer may redeem the Bonds early upon decision of the Issuer: on any Interest Payment Date (**IPD**)
  - 21.5 Period for notification of the early redemption at the option of the Issuer to the Bondholders: The Issuer must notify the Bondholders no later than 40 days prior to the Early Redemption Date.
  - 21.6 Early redemption Payment Amount in respect of each Bond: 100% of the outstanding nominal amount of the Bond, the relevant interest income accruing on the amount of the early repaid nominal amount of such Bond as of the Early Redemption Date and the extraordinary interest income (**Premium**) determined as a percentage of the nominal value of the Bond, as set out in the following table:

<b>IPD</b>	<b>Premium</b>
17 October 2024	14.710%
17 January 2025	13.059%
17 April 2025	11.369%
17 July 2025	9.641%

		17 October 2025	7.873%
		17 January 2026	6.065%
		17 April 2026	4.216%
		17 July 2026	2.325%
		17 October 2026	2.131%
		17 January 2027	1.938%
		17 April 2027	1.744%
		17 July 2027	1.550%
		17 October 2027	1.356%
		17 January 2028	1.163%
		17 April 2028	0.969%
		17 July 2028	0.775%
		17 October 2028	0.581%
		17 January 2029	0.000%
		17 April 2029	0.000%
		17 July 2029	0.000%
22.	Bondholder Buyback under Condition 6.5 of the Joint Terms and Conditions:	applicable	
	22.1 Period for notification of the Early Redemption Decision to the Issuer:	as per Condition 6.5 of the Joint Terms and Conditions	
	22.2 Early redemption Payment Amount in respect of each Bond:	as per Condition 6.5 of the Joint Terms and Conditions	
23.	Currency in which interest on the Bonds will be paid and/or currency in which the nominal value will be redeemed (if other than the currency in which the Bonds are denominated):	not applicable	
24.	Business Day Convention for determination of Payment Dates (other than Interest Payment Day):	Following Business Day Convention	
25.	Obligation of the Issuer to pay to the Bondholders any additional amounts as a compensation of the withholding or deduction of any taxes, duties, assessments or	as per Condition 8 of the Joint Terms and Conditions	

governmental charges of whatever nature over nominal amount and interest in respect of the Bonds:

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| 26. | Condition 9.1 of the Joint Terms and Conditions (Events of Default):  | yes   |
| 27. | Fiscal and Paying Agent:  | J&T BANKA   |
| 28. | Specified Office:   | as per Condition 11.1(a) of the Joint Terms and Conditions  |
| 29. | Calculation Agent:  | J&T BANKA   |
| 30. | Listing Agent:  | J&T BANKA   |
| 31. | Other Agents:   | J&T IB and Capital Markets, a.s. in its respective role as the Arranger and the main coordinator      |
| 32. | Financial Centre  | Prague  |
| 33. | Persons Authorised to Attend the Meeting:   | as per Condition 12.2 of the Joint Terms and Conditions   |
| 34. | Condition 12.4(a) of the Joint Terms and Conditions (Consequence of Voting against Certain Resolutions of the Meeting): | applicable  |
| 35. | Internal approval of the Issue:   | 10 June 2024  |
| 36. | Details of the persons involved in the arrangement of the issuance of the Bonds:  | The issuance of Bonds will be arranged by J&T IB and Capital Markets, a.s.                            |
| 37. | Advisors  | The names, functions and addresses of the Advisors are set out on the last page of these Final Terms. |
| 38. | Information sourced from third parties included in the Final Terms / source of information:                             | not applicable  |
| 39. | Post-issuance information:  | not applicable  |

## **PART B – OTHER INFORMATION**

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| 1.  | Public offering:                   | The Bonds will be distributed by way of a public offering. The Issuer will offer the Bonds up to the total nominal amount of the Issue to domestic qualified and non-qualified (mainly retail) investors. |
| 1.1 | Conditions of the public offering: | Conditions of the public offering:<br><br>Participation in the public offer is subject to proof of the investor's identity with a valid identity document.  |

Investors will always be contacted by the relevant Manager (in particular by means of remote communication) and invited to place an order to purchase the Bonds. In connection with the placing of an order, such investors are obliged to enter into a commission, brokerage or investment services agreement with the relevant Manager for, inter alia, the purpose of opening a securities account in the investment instruments register of the Central Depository (provided that such account has not already been established). Such investors are further obliged to open a CZK denominated cash account with the relevant Manager with a sufficient credit balance for the purpose of settling the purchase of the Bonds (the maintenance of such account will be subject to fees in accordance with the standard price list of the relevant Manager for CZK denominated cash accounts), or may be required by the relevant Manager to submit other necessary documents and identification data.

On the Issue Date or, in the case of Bonds issued in tranches after the Issue Date, on the relevant Settlement Date pursuant to the Subscription Agreement, the Bonds will be subscribed for by the relevant Manager against payment of the issue price of the Bonds to the Issuer pursuant to the Subscription Agreement. Subsequently, on the same date, the Bonds, other than those which continue to be held by and offered through the relevant Manager (in accordance with the Prospectus Regulation), will be sold by such Manager to end investors.

The relevant Manager will satisfy the instructions for the subscription of the Bonds submitted by the end investors and arrange for the transfer of the Bonds to the individual investors' securities accounts held in the relevant records of the Central Depository against payment of the Issue Price, on the Issue Date or, in the case of Bonds issued in tranches after the Issue Date, on the relevant date of issue of such tranche of Bonds and as instructed by the end investor and on the terms and conditions set out in the agreement between the relevant Manager and the end investor. At the same time, the relevant Manager shall collect from the cash account of the end investor an amount equal to the issue price for the Bonds.

Minimum order amount: CZK 10,000

The maximum aggregate nominal amount of Bonds requested by an individual investor in an order is limited to the aggregate nominal amount of the Bonds offered.

Placement of the Issue will be made through Česká spořitelna, a.s., with its registered office at Olbrachtova 1929/62, 140 00 Prague 4, ID No.: 452 44 782, LEI: 9KOGW2C2FCIOJQ7FF485, registered in the Commercial Register maintained by the Municipal Court in Prague under file no. B 1171 (ČS), J&T BANKA, a.s. with its registered office at Sokolovská 700/113a, Karlín, 186 00 Prague 8, ID No.: 471 15 378, LEI: 31570010000000043842, registered in the Commercial Register maintained by the Municipal Court in Prague under file no. B 1731 (**J&T BANKA**), Komerční banka, a.s., with its registered office at Na Příkopě 969/33, 114 07 Prague 1, ID No.: 453 17 054, LEI: IYKCAVNFR8QGF00HV840, registered in the Commercial Register maintained by the Municipal Court in Prague under file no. B 1360 (**KB**) and PPF banka a.s., with its registered office at Evropská 2690/17, 160 41 Prague 6, ID No.: 471 16 129, LEI: 31570010000000036567, registered in the Commercial Register maintained by the Municipal Court in Prague under file no. B 1834 (**PPF** and with ČS, J&T BANKA and KB jointly as **Managers** and each of them individually as **Manager**).

The Managers shall be entitled to reduce investors' bids at their sole discretion (if the investor has already paid the respective Manager the full price for the Bonds originally requested in the order, the relevant Manager shall send back any overpayment without undue delay to the account communicated to the relevant Manager by the investor).

The final nominal value of the Bonds allocated to each investor will be indicated in the confirmation of acceptance of the offer which will be sent by the Managers to each investor (in particular by means of remote communication). The investor shall not be able to trade the subscribed Bonds prior to the delivery of this confirmation.

The period during which the public offer will be open is from 20 June 2024 to 8 July 2024. The public offer may be terminated if the whole



volume of the Issue has been subscribed for by investors or based on a decision of the Issuer.

In a public offering made by the Issuer, the price for the Bonds on the Issue Date will be equal to 100 % of the nominal value of the Bonds being purchased. The purchase price for the Bonds issued (in tranches) after the Issue Date in the event of a public offering in connection with the primary subscription of Bonds within the Subscription Period or the Additional Subscription Period will be determined based on a joint decision of the Issuer and the Managers at all times on the basis of current market conditions and will be published periodically on the Issuer's Website ([investors.kkcg.com](http://investors.kkcg.com)) and on the website of each respective Manager – [www.kb.cz](http://www.kb.cz) (in the section *About Bank, Obligatory Published Information, Information on Securities, Bond Issues of KB clients* (in case of KB), [www.csas.cz](http://www.csas.cz) (in the section *Podpora a Dokumenty – Dokumenty ke stažení – Prospekty a emisní dodatky*) (in case of ČS), [www.jtbank.cz](http://www.jtbank.cz), (in the section *Důležité informace, Emise cenných papírů*, KKCG Financing a.s) (in case of J&T BANKA), [www.ppfbanka.cz](http://www.ppfbanka.cz), in the section Important documents, Securities (in case of PPF).

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| 1.2 | Indication whether dealing may begin before notification is made:  | not applicable  |
| 1.3 | Manner and date in which results of the offer are to be made public:   | The results of the offering of the Bonds, including the total nominal value of all issued Bonds comprising the Issue, will be published without undue delay after the closing of the offering on the Issuer's Website ( <a href="http://investors.kkcg.com">investors.kkcg.com</a> ) and on the websites of the Managers indicated in paragraph 1.1 above.  |
| 1.4 | Method and time limits for paying up the Bonds and for delivery of the Bonds:                                | The settlement will be performed on a DVP (delivery versus payment) or DFP (delivery free of payment) basis through the Central Depository and Fiscal and Paying Agent, as applicable, or through persons keeping the related records following the standard practices in accordance with the rules and operating procedures of the PSE and the Central Depository and within the deadlines set by the applicable rules. The settlement will be administered by J&T BANKA in the role of the Fiscal and Paying Agent. |
| 1.5 | The procedure for the exercise of any right of pre-emption, the negotiability of subscription rights and the | No pre-emption, subscription or exchange rights will be attached to the Bonds.  |

treatment of subscription rights not exercised:

- 1.6 If the offer is being made simultaneously in the markets of two or more countries and if a tranche has been or is being reserved for certain of these, indicate any such tranche: Not applicable, no tranche has been reserved specifically for a particular market.
- 1.7 Amount of expenses charged to the subscriber / purchaser: In connection with the acquisition of the Bonds through ČS, the investor in the Bonds will be charged a fee of 0.25 % of the nominal amount of the Bond to be acquired. It may also be charged regular fees for the keeping of an investment account, which as of the date of these Final Terms, do not exceed 0.04 % per annum of the aggregate nominal amount of the Bonds in such an account, but will be at least CZK 25 per calendar quarter.
- In connection with the acquisition of the Bonds through J&T BANKA, the investor in the Bonds will be charged fees according to the current standard price list of J&T BANKA published on the website of J&T BANKA [www.jtbank.cz](http://www.jtbank.cz), in the section *Important information, Fee schedule (Důležité informace, Sazebník poplatků)*. As at the date of these Final Terms, such fees amount to 0.15% of the trading volume of the Bonds to be acquired pursuant to the subscription order, subject to a minimum of CZK 2,000.
- In connection with the acquisition of the Bonds through KB, the investor in the Bonds will be charged, in accordance with the current KB pricelist and subscription instruction a fee of 0.25 % of the nominal amount of the Bond to be acquired. The fee is calculated on the volume of the trade, excluding accrued interest, whereas the Central Depository fee may be added to these fees. Each investor who buys the Notes from KB will pay the regular fees of KB for keeping the securities account according to the current KB pricelist published on the website [www.kb.cz](http://www.kb.cz) in the section *Price lists, Price list of Business products, Individuals (Ceny a sazby, Sazebníky KB, Občané)*. As at the date of these Final Terms, these costs will not exceed 0.02 % per annum of the aggregate nominal amount of the Bonds in such an account (plus value added tax, if applicable) but will be at least CZK 15 per month.
- In connection with the acquisition of the Bonds through PPF, the investor in the Bonds will not

be charged any upfront nor safekeeping fee. The investor may be required to pay additional fees charged by the intermediary of the purchase or sale of the Bonds, the person keeping the records of the Bonds, the person who performs the clearing of the Bonds transaction, or by another person, e.g. fees for opening and maintaining an investment account, for arranging the transfer of the Bonds, services related to custody of the Bonds, their registration.

1.8 Name and address of the co-ordinator(s) of the global offer and of single parts of the offer and, to the extent known to the Issuer or the offeror, or the placers in the various countries where the offer takes place: not applicable

1.9 Placing of the Issue through the Manager on a firm or non-firm commitment basis / entering into the Mandate Agreement and its material features / underwriting and placement commissions: On 10 June 2024, the Issuer and the Managers entered into the Mandate Agreement pursuant to which the Issuer has appointed the Managers to conduct the public offering and placement of the Issue with end investors. The Bonds will be offered by the Issuer through the Managers in a public offering to end investors. The Managers have undertaken to use their best efforts as may be reasonably required to locate potential investors in the Bonds and to place and sell the Bonds to such investors. The offering of the Bonds will thus be made on a "best efforts" basis, i.e. the Managers will use all efforts that may reasonably be required of them to place (i.e. subscribe for or purchase by investors) the Bonds in the Issue, but in the event that such placement fails, the Managers will not be obliged to subscribe for and purchase any further Bonds expected to be issued under the Issue. Neither the Managers nor any other persons have assumed any firm obligation to the Issuer to subscribe for or purchase Bonds in connection with the Issue. The aggregate amount of each Manager's commission for the placement of the Issue will not exceed 1.7% of the aggregate nominal amount of the Bonds subscribed pursuant to the placement secured by such Manager.

2. Interest of natural and legal persons participating in the Issue/offering: To the Issuer's knowledge, no person or entity participating in the Issue or offering of the Bonds has an interest in such Issue or offering that is material to such Issue or offering of the Bonds except for J&T BANKA, which also serves as Manager, Fiscal and Paying Agent, Security Agent, Common Representative, Calculation Agent and Listing Agent for the Issue.

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| 3. | Reasons for the offer and use of proceeds from the Bonds:  | <p>The Issuer will provide an amount of the net proceeds to KKCG AG through an intragroup loan and KKCG AG will use such amount to refinance its outstanding financial indebtedness (or a portion thereof), finance its investment activities and operations, finance the distribution of dividends to its shareholders and/or for general corporate purposes outside of the gaming sector.</p> <p>The costs of preparing the Issue are estimated at approximately CZK 126 million and in the event of an increase in the total nominal amount of the Issue up to the maximum amount, such costs are estimated at approximately CZK 234 million. The net proceeds of the Issue obtained by the Issuer (if the expected total nominal amount of the Issue is issued) will be approximately CZK 4 874 million and if the total nominal amount of the Issue is increased up to the total maximum amount, the net proceeds of the Issue will be approximately CZK 9 766 million. The entire proceeds will be used for the above-described purpose.</p> |
| 4. | Admission of the Bonds to the relevant regulated market:   | The Issuer will apply for admission of the Bonds to trading on the Regulated Market of the PSE.  |
| 5. | Admission of securities of the same class as the Bonds to trading on regulated markets, third country markets, the SME Growth Market or a multilateral trading facility: | To the Issuer's knowledge, no securities issued by the Issuer of the same class as the Bonds are admitted to trading on any regulated market, third country market, SME Growth Market or multilateral trading facility.  |
| 6. | Secondary trading intermediary (market maker):   | No person has accepted the obligation to act as an intermediary in secondary trading (market maker).   |
| 7. | Further restrictions on the sale of the Bonds:   | not applicable   |

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